

EXHIBIT C

DATED AUGUST 11, 2012

(1) **TEMPUS INTERNATIONAL FUND SPC**
(the Fund)

AND

(2) **OPPORTUNITY GESTÃO INTERNATIONAL DE RECURSOS LTDA.**
(The Investment Manager)

INVESTMENT MANAGEMENT AGREEMENT

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

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[REDACTED]

[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

1.2

[REDACTED]

1.3

[REDACTED]



[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

2. APPOINTMENT AND DUTIES OF THE INVESTMENT MANAGER

2.1 [REDACTED]

2.2 The Investment Manager hereby accepts such appointment and agrees to assume the obligations set forth in this Agreement including to

- (a) [REDACTED]
- (b) [REDACTED]
- (c) [REDACTED]
- (d) [REDACTED]
- (e) [REDACTED]
- (f) [REDACTED]
- (g) [REDACTED]
- (h) [REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(p) on behalf of the Fund, exercise all rights, powers, privileges and other incidents of ownership or possession with respect to the Securities and other property and funds held or owned by the Fund, including without limitation the right to possess, lend, transfer, mortgage, pledge or otherwise deal in, and to secure the payment of obligations of the Fund by mortgage upon, or hypothecation or pledge of, all or part of the property of the Fund, whether at the time owned or thereafter acquired, participate in arrangements with creditors, institute and settle or compromise suits and administrative proceedings and other similar matters;

(q) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



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[REDACTED]



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The image shows a document page where almost all text has been redacted with solid black bars. The redactions are organized into several horizontal blocks of varying lengths, with some smaller rectangular redactions interspersed. The layout suggests a structured document like a report or form, but the content is completely obscured.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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